

# State of Idaho

Office of the Secretary of State

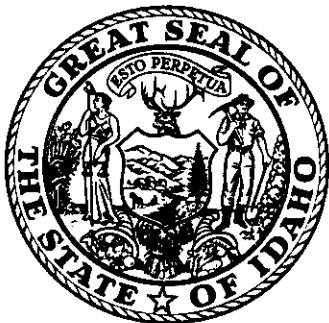
**CERTIFICATE OF AUTHORITY  
OF  
SCHOLASTIC BOOK FAIRS, INC.**

File Number C 149697

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 19 June 2003



*Ben Yursa*

SECRETARY OF STATE

By

*Kim Hunter*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

03 JUN 19 AM 10:59

The undersigned Corporation applies for a Certificate of Authority and states as follows: SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the corporation is:

Scholastic Book Fairs, Inc.

2. The name which it shall use in Idaho is: Scholastic Book Fairs, Inc.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: November 22, 2002

5. The address of its principal office is:

1080 Greenwood Boulevard, Lake Mary, FL 32746

6. The address to which correspondence should be addressed, if different from item 5, is:

c/o Corporate Secretary, Scholastic Inc., 557 Broadway, New York, NY 10012

7. The street address of its registered office in Idaho is: c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702

and its registered agent in Idaho at that address is: C T Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
PLEASE SEE ATTACHED		

Dated: May 28, 2003

Signature: *Teresa M. Connelly*

Typed Name: Teresa M. Connelly

Capacity: Assistant Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE  
06/19/2003 05:00  
CK: 3210108963 CT: 4567 BH: 686986  
1 @ 100.00 = 100.00 AUTH PRO # 3  
1 @ 20.00 = 20.00 EXPEDITE C # 4

C149697

**Scholastic Book Fairs, Inc.**

**Director and Officer Information**

**DIRECTORS:**

<b>Name</b>	<b>Title</b>	<b>Address</b>
Richard Robinson	Director	557 Broadway, New York, NY 10012
Kevin J. McEnery	Director	557 Broadway, New York, NY 10012
Charles B. Deull	Director	557 Broadway, New York, NY 10012

**OFFICERS:**

<b>Name</b>	<b>Title</b>	<b>Address</b>
Richard Robinson	Chief Executive Officer	557 Broadway, New York, NY 10012
David Krishock	President	1080 Greenwood Blvd., Lake Mary, FL 32746
Kevin J. McEnery	Chief Financial Officer	557 Broadway, New York, NY 10012
Charles B. Deull	Secretary	557 Broadway, New York, NY 10012
Teresa M. Connelly	Assistant Secretary	557 Broadway, New York, NY 10012
Vincent M. Marzano	Vice President & Treasurer	557 Broadway, New York, NY 10012
Nicholas Phillips	Vice President and Controller	1080 Greenwood Blvd., Lake Mary, FL 32746
Steven I. Volk	Vice President, Taxes	100 Plaza Drive, Secaucus, NJ 07094

# Delaware

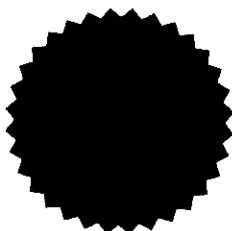
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SCHOLASTIC BOOK FAIRS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2476622

DATE: 06-17-03